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**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

The Authors Guild, Inc., Association of  
American Publishers, Inc., et al.,

Plaintiffs,

v.

Google Inc.,

Defendant.

**Case No. 05 CV 8136-DC**

**DECLARATION OF TIFFANEY ALLEN**

1 I, Tiffany Allen, declare as follows:

2 1. I am a Senior Vice President of Client Services for Rust Consulting, Inc. ("Rust  
3 Consulting"), which serves as the Settlement Administrator for the above-captioned case. I am  
4 responsible for supervising the services provided by Rust Consulting for this matter. My business  
5 address is 625 Marquette Avenue, Suite 880, Minneapolis, Minnesota 55402.

6 2. Rust Consulting is a nationally known settlement administration company and has  
7 extensive experience in the administration of class action matters, having provided services in class  
8 action cases ranging in size from 100 to 100 million Class Members and involving a wide range of  
9 issues. We have provided notification and/or claims administration services in more than 2,000  
10 matters. A description and biography of Rust Consulting is attached hereto as Exhibit A.

11 3. Rust Consulting was engaged by counsel to provide services in the settlement of the  
12 above-captioned case, including both the original settlement and the amended settlement (together,  
13 the "Settlement"). Our duties include but are not limited to the following: (a) postal mailing and e-  
14 mailing both the original Notice of Class Action Settlement ("Notice") and the Supplemental  
15 Notice, (b) maintaining, managing and operating the official Settlement Website,  
16 [www.googlebooksettlement.com](http://www.googlebooksettlement.com), (c) assisting members of the original settlement class and the  
17 Amended Settlement Class with the opt-out process and the process of claiming their works, (d)  
18 establishing a call center staffed by trained customer service representatives to provide information  
19 to likely members of the class and to answer questions regarding the Settlement; (e) receiving and  
20 responding to email and postal inquiries, including from likely members of the class; (f) receiving  
21 and logging requests for opt-outs from the Settlement; (g) receiving and logging claim forms from  
22 members of the class, and (h) receiving settlement materials approved by Class Counsel (such as  
23 the Notice and the Supplemental Notice) and working with translation firms to have the content  
24 translated into the agreed languages.

25 4. Rust Consulting obtained a mailing address (P.O. Box 9364, Minneapolis, MN  
26 55440-9364) to receive requests for exclusion (opt-outs), claim forms, requests for changes of  
27 address, and other correspondence.

28 5. On January 5, 2009, Rust Consulting established a call center to respond to inquiries

1 about the Settlement, including from likely members of the class. Rust Consulting obtained and set  
2 up toll-free numbers for 129 countries as well as an international toll line; these numbers were  
3 listed in the Notice and on the Settlement Website. The toll-free lines provided the caller with the  
4 option of selecting his or her native language and listening to the messages in that language. For  
5 this purpose, an interactive voice response system (IVR) was recorded in the following 67  
6 languages: Afrikaans, Albanian, Arabic, Armenian, Azerbaijani, Bahasa Indonesian, Belarusian,  
7 Bengali, Bosnian, Bulgarian, Catalan, Chinese (Cantonese), Chinese (Mandarin), Creole (Haitian),  
8 Croatian, Czech, Danish, Dutch, English, Estonian, Finnish, French, Georgian, German, Greek,  
9 Gujarati, Hebrew, Hindi, Hungarian, Icelandic, Italian, Japanese, Kannada, Kazakh, Khmer,  
10 Korean, Lao, Latvian, Lithuanian, Macedonian, Malay, Malayalam, Maltese, Marathi, Norwegian,  
11 Polish, Portuguese (Brazilian), Portuguese (Continental), Punjabi, Romanian, Russian, Serbian,  
12 Sinhala, Slovak, Slovenian, Spanish, Swedish, Tagalog, Tajik, Tamil, Telugu, Thai, Turkish,  
13 Turkmen, Ukrainian, Urdu, and Vietnamese. The following 36 languages were identified as  
14 “Notice Languages”: Arabic, Bahasa Indonesian, Bulgarian, Chinese (Simplified), Chinese  
15 (Traditional), Croatian, Czech, Danish, Dutch, English, Finnish, French, German, Greek, Hebrew,  
16 Hindi, Hungarian, Italian, Japanese, Korean, Lithuanian, Malay, Norwegian, Polish, Portuguese  
17 (Brazilian), Portuguese (Continental), Romanian, Russian, Serbian, Slovak, Slovenian, Spanish,  
18 Swedish, Thai, Turkish, and Vietnamese.<sup>1</sup> The IVR for the Notice Languages allowed the caller to  
19 listen to answers to frequently asked questions or request a Notice and Claim Form. Callers also  
20 were able to request to speak with a customer service representative (CSR) in their language or, if a  
21 CSR was not available, to leave a message requesting a call-back in their language. During the  
22 publication notice period live telephone support was provided in Arabic, Chinese (Mandarin),  
23 English, French, German, Italian, Japanese, Portuguese, Russian, and Spanish. Call-back support  
24 was available for the other languages. Callers using the international toll number are connected to a  
25 CSR and are able to request to speak with someone in their native languages or are able to leave a  
26 message for someone to return their call in their native language. A list of the numbers included in

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27 <sup>1</sup> Simplified and Traditional Chinese were the Notice Languages for written notice. Mandarin and Cantonese  
28 Chinese are the spoken languages available through IVR.

1 the Notice and on the Website is attached hereto as Exhibit B.

2 6. As of February 8, 2010, the Settlement phone numbers have received approximately  
3 13,923 total calls of which approximately 4,266 were transferred to a Rust Consulting customer  
4 service representative.

5 7. On January 4, 2009, the Settlement Website was activated. The Settlement Website  
6 is available in the 36 Notice Languages. The address of the Settlement Website  
7 ([www.googlebooksettlement.com](http://www.googlebooksettlement.com)) appeared in the Notice and Summary Notice. The Settlement  
8 Website contains Settlement deadlines, Frequently Asked Questions and Answers, the Notice, the  
9 Summary Notice, the Settlement Agreement and its attachments, the Author and Publisher Paper  
10 Claim Forms, a Glossary of terms relating to the Settlement and contact information for the  
11 Settlement Administrator. After December 14, 2009, the Settlement Website included the above  
12 materials, plus the Supplemental Notice, the Amended Settlement Agreement and its attachments,  
13 and updated Frequently Asked Questions and Answers. The Settlement Website also contained an  
14 online opt-out page and contains an online claiming feature for authors (and heirs), agents and  
15 publishers. The online claiming feature allows the user to search and claim a book or an insert, to  
16 upload an ONIX file of books, or to submit an Excel spreadsheet with a list of books. After  
17 claiming a book, the Settlement Website allows the user to manage the display uses of a work, to  
18 challenge the commercial availability status of a book or request removal of a book. As of  
19 February 8, 2010, there have been 1,463,869 total visits and 1,208,752 unique visitors to the  
20 website.  
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23 8. The Settlement Website was established and maintained by Rust Consulting.  
24 Google Inc. provided both technical support and hosting services for the Settlement Website. As  
25 updates were made to the Settlement Website or content was added, Rust Consulting provided the  
26 new content to TransPerfect Inc. for translation into the 35 non-English Notice Languages, worked  
27 with both Google Inc. and TransPerfect to ensure that the new content was in the proper format and  
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1 file structure. Once the new content was available in all languages the files were forwarded to  
2 Google Inc. and then posted to the Settlement Website.

3 9. As of February 8, 2010, Rust Consulting received 6,818 timely requests for  
4 exclusion. In addition, Rust Consulting has received 13 requests for exclusion after the January 28,  
5 2010 opt-out deadline. Class Members also had the opportunity to withdraw their opt-out request  
6 and opt back in to the Settlement. A list of members of the Original Settlement Class and the  
7 Amended Settlement Class who timely requested to be excluded and did not opt back into the  
8 Settlement is attached hereto as Exhibit C.

10 10. As of February 8, 2010, Rust Consulting has received 1,846 completed hard copy  
11 claim forms, and 42,604 claim forms were completed using the Settlement Website. The total  
12 number of Books claimed by those 44,450 claimants is 1,125,339. The total number of Inserts  
13 claimed by those 44,450 claimants is 21,829. In addition, Rust Consulting has received 485 lists  
14 including approximately 8,164 Books and approximately 5,536 Inserts from authors or publishers  
15 requesting assistance through the simplified claiming process. A table with detail regarding sub-  
16 class and location of the claimants for the claim forms completed using the Settlement Website is  
17 attached hereto as Exhibit D.

18 11. Of the 1,107,620 Books claimed online, 619,531 are classified as out-of-print (not  
19 Commercially Available) and 488,089 are classified as in-print (Commercially Available).

20 12. Of the 44,450 claiming Rightsholders, 40,058 are members of the Author Sub-Class  
21 and 4,392 are members of the Publisher Sub-Class. Agents that may be claiming on behalf of  
22 multiple authors are, to be conservative, calculated as a single author.

23 13. Of the 44,450 claiming Rightsholders, 23,036 were located in the U.S., 3,167 in the  
24 UK, 4,035 in Canada, and 2,249 in Australia. This totals 32,487 claiming rightsholders from those  
25 four countries, or 73% of the total number of claiming Rightsholders. Location of Rightsholders  
26 was determined by the individual's web browser environment.

27 14. Rust Consulting established email addresses to receive inquiries in 36 different  
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1 languages, and those addresses were posted on the Settlement Website. The Settlement Website  
2 allowed visitors to send electronic mail inquiries and requests to Rust Consulting, who had  
3 representatives trained to field and respond to such inquiries. As of February 8, 2010, Rust  
4 Consulting received and resolved approximately 10,143 electronic mail inquiries. In addition Rust  
5 Consulting received and resolved approximately 783 inquiries sent via postal mail.

6 15. Rust Consulting mailed the Notice on a rolling basis to persons who called the call  
7 center or sent correspondence and requested such Notice. As of February 8, 2010, Rust Consulting  
8 mailed 2,652 Notices as a result of such requests.

9 16. Between January 23, 2009 and July 14, 2009, Rust Consulting sent by email and  
10 postal mail either the Notice or Summary Notice in the following manner: 36 Notice Languages to  
11 362,805 individuals who were identified as potential Class Members. A detailed description of the  
12 Notice Program and how the potential Class Members were identified is included in the affidavit by  
13 Kathy Kinsella of Kinsella Media, LLC. A sample of English Notice and Summary Notice mailing  
14 to authors and publishers are hereto attached as Exhibit E.


15 17. On December 14, 2009, Rust Consulting sent by email and postal mail the  
16 Supplemental Notice in the following manner: 36 Notice Languages to 52,437 individuals who had  
17 previously provided contact information on the Settlement Website or on a Claim Form, who opted  
18 out of the original Settlement Agreement, or who filed an objection, amicus statement, or other  
19 statement with the Court, or who contacted Class Counsel or the Settlement Administrator. An  
20 English version of the Supplemental Notice is hereto attached as Exhibit F.

21 18. Rust Consulting received the IVR, Settlement Website Frequently Asked Questions  
22 and Answers, the Settlement Website Help Center content, the Claim Form, and the claiming  
23 spreadsheet template in forms approved by Class Counsel. The IVR content was sent to Language  
24 Innovations for translation into the 35 non-English Notice Languages and returned to Rust  
25 Consulting. Upon receipt of the translations, the IVR content in the 35 non-English languages was  
26 sent to TransPerfect, which used a native speaker to record the various message prompts and  
27 returned the files containing the recordings. The recordings were then programmed and  
28 implemented on the telephone lines. The Settlement Website Frequently Asked Questions and

1 Answers were sent to Language Innovations for translation into the 35 non-English Notice  
2 Languages. Upon receipt of the translations of the Frequently Asked Questions and Answers, Rust  
3 Consulting provided the files for the 35 non-English languages to Google Inc. to be posted on the  
4 Settlement Website. The Settlement Website Help Center content, the Claim Form, and the  
5 claiming spreadsheet template were sent to TransPerfect for translation into the 35 non-English  
6 Notice Languages. Upon receipt of the translations of the Settlement Website Help Center content,  
7 the Claim Form, and the claiming spreadsheet template, Rust Consulting provided the files for the  
8 35 non-English languages to Google to be posted on the Settlement Website. Further detail  
9 regarding Language Innovations and TransPerfect, and the services they provide is included in the  
10 affidavit by Kathy Kinsella of Kinsella Media, LLC. Certifications to the quality and accuracy of  
11 the translations are hereto attached as Exhibit G.

12 19. When KM or Rust received suggestions from outside sources – including native-  
13 language speakers at organizations participating in the Notice Program – about translations, those  
14 suggestions were routed to the translation firm that had translated the document into the relevant  
15 languages. Changes that enhanced the accuracy of the document were incorporated as deemed  
16 appropriate. In some instances, translations were edited or redone by another translation firm, to  
17 enhance the quality of the translation. (Examples include the Norwegian and Swedish translations  
18 of the Notice, which was retranslated in its entirety into those two languages and then re-distributed  
19 to groups participating in the Direct Notice program. Rust's distribution of direct notice in those  
20 languages was postponed in order to wait for the final, retranslated Notice.)

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23 I declare under penalty of perjury that the foregoing is true and correct.  
24 Executed this 10<sup>th</sup> day of February, 2010 in Minneapolis, MN.

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26 \_\_\_\_\_  
27 Tiffany Allen  
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